

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

**ANNE BRUMBAUGH, GARY L. HARMON and
RANDY K. GRIFFIN,**

Plaintiffs,

V.

WAVE SYSTEMS CORPORATION, JOHN E. BAGALAY, JR., STEVEN K. SPRAGUE and GERARD T. FEENEY,

Defendants.

**CIVIL ACTION
NO. 04-30022-MAP**

REQUEST FOR ORAL ARGUMENT

**DEFENDANTS' MOTION TO DISMISS
THE CONSOLIDATED AMENDED CLASS ACTION COMPLAINT**

Defendants Wave Systems Corporation, John E. Bagalay, Jr., Steven K. Sprague and Gerard T. Feeney (“Defendants”) hereby move this Court to dismiss Plaintiffs’ Consolidated Amended Class Action Complaint in the above matter. As grounds for this Motion, Defendants rely on their Memorandum of Law in Support of their Motion to Dismiss and Defendants’ Appendix of Exhibits, both of which are being filed herewith.

WHEREFORE, Defendants request that their Motion to Dismiss the Consolidated Amended Class Action Complaint be allowed and that Plaintiffs' Consolidated Amended Class Action Complaint be dismissed in its entirety, with prejudice.

REQUEST FOR ORAL ARGUMENT

Pursuant to Local Rule 7.1(D), Defendants request that this Motion be set down for oral argument.

Respectfully submitted,

**WAVE SYSTEMS CORPORATION,
JOHN E. BAGALAY, JR., STEVEN K.
SPRAGUE and GERARD T. FEENEY,**

By their attorneys,

/s/ Raquel J. Webster

Robert A. Buhlman, BBO #554393

Eunice E. Lee, BBO #639856

Raquel J. Webster, BBO #658796

BINGHAM MCCUTCHEN LLP

150 Federal Street

Boston, MA 02110-1726

(617) 951-8000

Dated: December 14, 2004.

RULE 7.1(a)(2) CERTIFICATION

I hereby certify that counsel for Defendants conferred with counsel for Plaintiffs in good faith to resolve or narrow the issues presented in this motion.

/s/ Eunice E. Lee

Eunice E. Lee

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above pleading was electronically served upon the attorneys of record for all parties on December 14, 2004.

/s/ Raquel J. Webster

Raquel J. Webster